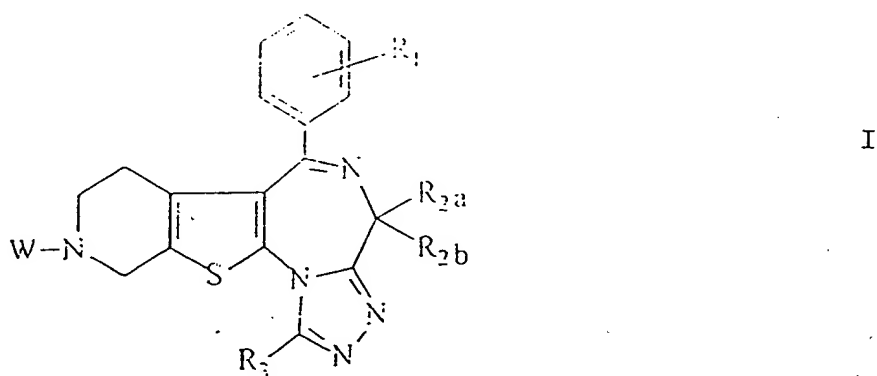
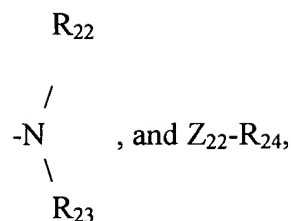


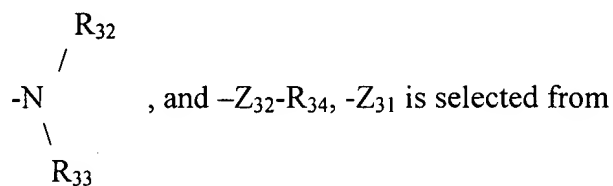
comprising administering to warm-blooded animals in need thereof an effective amount of a compound selected from the group consisting of a compound of the formula



wherein W is hydrogen or R-X-C(Y)-, R is unsubstituted or substituted aryl or heteroaryl with at least one substituent selected from the group consisting of lower alkyl, lower alkoxy, lower alkylthio, lower alkoxycarbonyl, lower alkylsulfonyl, halogen, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -NO<sub>2</sub>, -DN, aryl, aryloxy, cycloalkyl and heterocycloalkyl, X is -(CH<sub>2</sub>)<sub>n</sub>-Z, Z is selected from the group consisting of a covalent bond, -NH-, -O- and -S-, n is 0, 1 or 2, Y is oxygen or sulfur, R<sub>1</sub> is selected from the group consisting of hydrogen, -OH, halogen, lower alkyl and lower alkoxy, the alkyl and alkoxy being unsubstituted or substituted with at least one member of the group consisting of -CF<sub>3</sub>, lower alkoxy, -NH<sub>2</sub> and mono- and di-lower alkylamino, R<sub>2a</sub> and R<sub>2b</sub> are individually selected from the group consisting of hydrogen, substituted or unsubstituted lower alkyl, substituted or unsubstituted lower alkenyl, substituted or unsubstituted lower alkynyl and -Z<sub>21</sub>-R<sub>21</sub>, the substituents being at least one member of the group consisting of halogen,

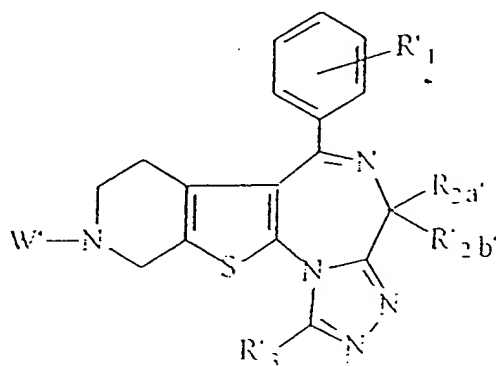


$R_{22}$  and  $R_{23}$  are individually selected from the group consisting of hydrogen, lower alkyl, cycloalkyl, cycloalkylalkyl, aryl, aralkyl, heteroaryl, heteroarylalkyl, alkylsulfonyl, cycloalkylsulfonyl, arylsulfonyl, lower alkoxy carbonyl, aryloxy carbonyl, alkyl carbonyl, aryl carbonyl and cycloalkyl carbonyl,  $Z_{21}$  and  $Z_{22}$  are individually selected from the group consisting of oxygen, sulfur, -CO- and -O-CO-,  $R_{24}$  is selected from the group consisting of hydrogen, lower alkyl, cycloalkyl, cycloalkylalkyl, aryl, aralkyl, heteroaryl, heteroarylalkyl, alkylsulfonyl, cycloalkylsulfonyl, and arylsulfonyl,  $R_{21}$  is selected from the group consisting of hydrogen, lower alkyl, aryl and aralkyl,  $R_3$  is selected from the group consisting of hydrogen, halogen, -NO<sub>2</sub>, -CN, unsubstituted or substituted alkyl of 1 to 10 carbon atoms, unsubstituted or substituted lower alkenyl, unsubstituted or substituted lower alkynyl, unsubstituted or substituted cycloalkyl, unsubstituted or substituted cycloalkylalkyl, unsubstituted or substituted aryl, unsubstituted or substituted aralkyl, unsubstituted or substituted lower aryloxyalkyl, unsubstituted or substituted heteroaryl, unsubstituted or substituted heteroarylalkyl and -Z<sub>31</sub>R<sub>31</sub>, the substituents being selected from the group consisting of halogen, aryl



the group consisting of  $-O-$ ,  $-C(O)-$ ,  $-OC(O)-$  and  $-S-$ ,  $R_{31}$  is selected from the group consisting of hydrogen, lower alkyl, aryl and lower aralkyl,  $R_{32}$  and  $R_{33}$  are individually selected from the group consisting of hydrogen, lower alkyl, aralkyl and alkylcarbonyl or together with the nitrogen form a heterocycloalkyl,  $Z_{32}$  is selected from the group consisting of oxygen, sulfur,  $-C(O)-$ ,  $-S(O)-$ ,  $-O-CO-$  and  $-SO_2$ ,  $R_{34}$  is selected from the group consisting of hydrogen, lower alkyl, aryl and lower aralkyl and its non-toxic, pharmaceutically acceptable salts sufficient to treat said conditions.

**Claim 11** (twice amended) A compound of the formula



II

wherein  $W'$  is hydrogen or  $-C(Y')-X'-R'$ ,  $R'$  is selected from the group consisting of phenyl, naphthyl, indolyl and pyridyl, all unsubstituted or substituted with at least one member of the group consisting of methyl, ethyl, propyl, isopropyl, butyl, tert.-butyl, methoxy, ethoxy, methylthio, ethylthio, methoxycarbonyl, ethoxycarbonyl, methylsulfonyl, ethylsulfonyl, chlorine, fluorine, bromine, trifluoromethyl, trifluoromethoxy,  $-OH$ ,  $-NO_2-$ ,  $-CN$ , phenyl, phenoxy and morpholino,  $X'$  is selected from the group consisting of  $-CH_2-$ ,  $-CH_2-CH_2-$ ,  $-CH_2NH-$ ,  $-NH-$ ,  $-O-$ ,  $-S-$  and a covalent

bond, Y' is oxygen or sulfur, R'<sub>1</sub> is at least one member of the group consisting of hydrogen, chlorine, methyl and methoxy, R<sub>2a</sub>' and R<sub>2b</sub>' are individually hydrogen or methyl, ethyl, propyl, butyl, pentyl, hexyl, heptyl, methoxyethyl, ethoxyethyl, dimethylaminoethyl, cyclohexylmethyl, phenyl, diphenyl, benzyl unsubstituted or substituted with –OH or methoxy, phenethyl, naphthylmethyl and indolylmethyl excluding the compounds of Formula II wherein a) W' is hydrogen, R'<sub>1</sub> is o-chlorine, R<sub>2a</sub>' and R<sub>2b</sub>' are hydrogen or methyl and R'<sub>3</sub> is methyl and b) wherein W' is –C(Y')-X'-R' and i) X' is –NH-, Y' is oxygen, R'<sub>1</sub> is o-chlorine, R<sub>2a</sub>' and R<sub>2b</sub>' are hydrogen, R'<sub>3</sub> is methyl and R' is selected from the group consisting of 4-tert.butyl-phenyl, 4-trifluoromethyl-phenyl, 4-hydroxyl-phenyl, 4-methoxy-phenyl, 3,4,5-trimethoxy-phenyl, 2,3-dichloro-phenyl, 2,4-difluoro-phenyl, 4-phenoxy-phenyl, pyridinyl and cyanophenyl or ii) X' is –NH-, Y' is sulfur, R'<sub>1</sub> is o-chloro, R<sub>2a</sub>' and R<sub>2b</sub>' are hydrogen, R'<sub>3</sub> is methyl and R' is selected from the group consisting of 4-hydroxy-phenyl, 4-tert.butyl-phenyl, 2,4-ditert.butyl-phenyl, 2-trifluoromethyl-phenyl, 3-trifluoromethyl-phenyl, 4-trifluoromethyl-phenyl, 4-methoxy-phenyl, 3,4,5-trimethoxy-phenyl, 4-fluoro-phenyl and 4-methylsulfonyl-phenyl or iii) X' is –CH<sub>2</sub>-NH-, Y is oxygen, R'<sub>1</sub> is o-chlorine, R<sub>2a</sub>' and R<sub>2b</sub>' are hydrogen, R'<sub>3</sub> is methyl and R' is phenyl, or iiiii) X' is oxygen, Y' is oxygen, R'<sub>1</sub> is o-chlorine, R<sub>2a</sub>' and R<sub>2b</sub>' are hydrogen, R'<sub>3</sub> is methyl and R' is pyridyl or cyanophenyl or iiiiii) X' is CH<sub>2</sub>, Y is oxygen R'<sub>1</sub> is O-chlorine and R<sub>2a</sub>' and R<sub>2b</sub>' are hydrogen, R'<sub>3</sub> is methyl and R' is phenyl or 4-fluoro-phenyl, iiiiii) X' is –CH<sub>2</sub>-CH<sub>2</sub>-, Y' is oxygen, R'<sub>1</sub> is o-chloro, R<sub>2a</sub>' and R<sub>2b</sub>' are hydrogen, R'<sub>3</sub> is methyl and R' is phenyl or iiiiii) X' is a covalent bond and Y' is oxygen.

**Claim 13** (amended) A compound of claim 11 wherein W' is R'-X'-C(Y')- and the substituents R', X', Y', R'<sub>1</sub>, R<sub>2a</sub>, R<sub>2b</sub> and R'<sub>3</sub> are respectively selected from the group consisting of:

- 2-F<sub>3</sub>C-Ph ; CH<sub>2</sub> ; O ; 2-Cl ; H ; H ; Me ;
- 2-F<sub>3</sub>C-Ph ; CH<sub>2</sub> ; S ; 2-Cl ; H ; H ; Me ;
- 2-F<sub>3</sub>C-Ph ; NH ; O ; 2-Cl ; H ; H ; Me ;
- 2-F<sub>3</sub>C-Ph ; CH<sub>2</sub>NH ; S ; 2-Cl ; H ; H ; Me ;
- Ph ; O ; O ; 2-Cl ; H ; H ; Me ;
- 2-F<sub>3</sub>C-Ph ; NH ; S ; 2-Cl ; Me ; H ; Me ;
- 2-F<sub>3</sub>C-Ph ; NH ; S ; 2-Cl ; H ; H ; Bz ;
- 3-F<sub>3</sub>C-Ph ; NH ; O ; 2-Cl ; H ; H ; Me ;
- 4-F<sub>3</sub>C-Ph ; NH ; O ; 2-Cl ; H ; H ; Me ;
- 2-isoPr-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NC-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-F<sub>3</sub>C-Ph ; NH ; S ; 2-Cl ; H ; H ; Et ;
- 2-F<sub>3</sub>C-Ph ; NH ; S ; 2-Cl ; H ; H ; H ;
- 2-terBu-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 1-naphthyl ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-Ph-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-F<sub>3</sub>CO-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-Cl-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-F-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-Et-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-PhO-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-Pr-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-EtO-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-Br-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-EtOC(O)-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-MeS-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-morpholino-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;

- 2-NO<sub>2</sub>-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2,6-isoPr-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2,6-Me-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2,5-(MeO)-Ph ; NH ; O ; 2-Cl ; H ; H ; Me ;
- 2-MeO-5-Cl-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2,4-(MeO)-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-Cl-5-F<sub>3</sub>C-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-Me-5-Cl-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2,3-Cl-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2,5-Me-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2,5-Cl-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-Cl-4-Me-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-Me-3-Cl-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-Me-5-F-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2,3-Me-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-F<sub>3</sub>C-4-Br-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-Me-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-MeO-4-NO<sub>2</sub>-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2,5-Br-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-MeO-5-NO<sub>2</sub>-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-Cl-4-NO<sub>2</sub>-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-Cl-5-NO<sub>2</sub>-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-F<sub>3</sub>C-Ph ; NH ; S ; 2-Cl ; H ; H ; Pr ;
- 2-F<sub>3</sub>C-Ph ; NH ; S ; 2-Cl ; H ; H ; Bu ;
- 3-Ph-6-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-F<sub>3</sub>C-Ph ; NH ; S ; H ; H ; H ; Me ;
- 2-F<sub>3</sub>C-Ph ; NH ; S ; 2-Cl ; H ; H ; Ph ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; Pr ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; Bu ;
- 2-NO<sub>2</sub>-4-F<sub>3</sub>C-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-MeSO<sub>2</sub>-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-F<sub>3</sub>C-4-Cl-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 4-Cl ; H ; H ; Bz ;
- 2-F<sub>3</sub>C-Ph ; NH ; S ; 4-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; pentyl ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; hexyl ;

- 3,5-F<sub>3</sub>C-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 3-Cl ; H ; H ; Bz ;
- 2-NO<sub>2</sub>-4-F-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-NC-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; 1-naphthyl-methyl ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; 3-indolyl-methyl ;
- 2-MeS-5-F<sub>3</sub>C-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 3-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-HO-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-5-Cl-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-5-Me-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-EtO-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; 4-MeO-Bz ;
- 2-NO<sub>2</sub>-4-Cl-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-Br-4-Me-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; 4-HO-Bz ;
- 2-F<sub>3</sub>C-4-NO<sub>2</sub>-Ph ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; H ; H ; H ; Bz ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; Ph-C<sub>2</sub>H<sub>4</sub> ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; EtOC<sub>2</sub>H<sub>4</sub> ;
- 3-NO<sub>2</sub>-2-pyridyl ; NH ; S ; 2-Cl ; H ; H ; Me ;
- 4-MeO-Ph ; CH<sub>2</sub> ; O ; 2-Cl ; H ; H ; Me ;
- 2-indolyl ; - ; O ; 2-Cl ; H ; H ; Me ;
- 3-indolyl ; CH<sub>2</sub> ; O ; 2-Cl ; H ; H ; Me ;
- 4-HO-Ph ; C<sub>2</sub>H<sub>4</sub> ; O ; 2-Cl ; H ; H ; Me ;
- 2-F<sub>3</sub>C-Ph ; - ; O ; 2-Cl ; H ; H ; Me ;
- 4-HO-Ph ; CH<sub>2</sub> ; O ; 2-Cl ; H ; H ; Me ;
- 5-MeO-2-indolyl ; - ; O ; 2-Cl ; H ; H ; Me ;
- Ph ; - ; O ; 2-Cl ; H ; H ; Me ;
- Ph ; - ; S ; 2-Cl ; H ; H ; Me ;
- 5-MeO-2-indolyl ; - ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-Ph ; CH<sub>2</sub> ; O ; 2-Cl ; H ; H ; Me ;
- 2-F<sub>3</sub>C-Ph ; CH<sub>2</sub> ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 4-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-Ph ; CH<sub>2</sub> ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-MeO ; H ; H ; Bu ;

- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-MeO ; H ; H ; Bz ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Me ; H ; H ; Bu ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Me ; H ; H ; Bz ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; Ph-Ph ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; cyclohexyl methyl ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; (Me)<sub>2</sub>NC<sub>2</sub>H<sub>4</sub> ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; 3-HO-Bz ;
- 2-pyridyl ; NH ; S ; 2-Cl ; H ; H ; Me ;
- Ph ; S ; S ; 2-Cl ; H ; H ; Me ;
- Ph ; O ; S ; 2-Cl ; H ; H ; Me ;
- 2-NO<sub>2</sub>-4-MeO-Ph ; NH ; S ; 2-Cl ; H ; H ; heptyl ;

and the compounds of formula II wherein W is hydrogen and substituents R'<sub>1</sub>, R<sub>2a</sub>, R<sub>2b</sub> and R'<sub>3</sub> are respectively selected from the group consisting of:

- 2-Cl ; H ; H ; butyl ;
- 2-Cl ; H ; H ; benzyl ;
- 2-Cl ; H ; H ; H ;
- 2-Cl ; H ; H ; ethyl ;
- 2-Cl ; H ; H ; propyl ;
- 2-Cl ; H ; H ; Ph ;
- 2-Cl ; H ; H ; pentyl ;
- 2-Cl ; H ; H ; hexyl ;
- 2-Cl ; H ; H ; 4-HO-Bz ;
- 2-Cl ; H ; H ; 4-MeO-Bz ;
- 2-Cl ; H ; H ; 1-naphthyl-methyl ;
- 2-Cl ; H ; H ; 3-indolyl-methyl ;
- 2-Cl ; H ; H ; Ph-C<sub>2</sub>H<sub>4</sub> ;
- 2-Cl ; H ; H ; Ph-Ph ;
- 2-Cl ; H ; H ; EtOC<sub>2</sub>H<sub>4</sub> ;



- 2-Cl ; H ; H ; cyclohexylmethyl ;
- 2-Cl ; H ; H ; 3-OH-Bz ;
- 2-Cl ; H ; H ; (Me)<sub>2</sub>NC<sub>2</sub>H<sub>4</sub> ;
- H ; H ; H ; Me ;
- 4-Cl ; H ; H ; Bz ;
- H ; H ; H ; Bz ;
- 4-Cl ; H ; H ; Me ;
- 3-Cl ; H ; H ; benzyl ;
- 3-Cl ; H ; H ; Me ;
- 2-Me ; H ; H ; butyl ;
- 2-Me ; H ; H ; benzyl ;
- 2-MeO ; H ; H ; butyl ;
- 2-Cl ; H ; H ; heptyl ;
- 4-Cl ; H ; H ; hexyl ; and
- 4-Cl ; H ; H ; pentyl.

#### REMARKS

Reconsideration of this application is requested in view of the amendments to the claims and the remarks presented herein.

The claims in the application are claims 3, 4 and 9 to 13, all other claims having been cancelled.

Claims 3, 4 and 9 to 13 were rejected under 35 USC 112 as being indefinite for the reasons set forth in paragraphs a) to g) of the office action.